

Exhibit C

29 December 2005

David M. Sherbin, Esq.
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098-2815



Dear David:

Enclosed please find our statement of fees for professional services rendered and expenses incurred by Rothschild Inc. for the period October 8, 2005 through November 30, 2005 (the "Statement"). This Statement has been prepared in accordance with the Order Under 11 U.S.C. 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals dated November 4, 2005 (the "Order"). The compensation owed Rothschild Inc. by Delphi Corporation is calculated pursuant to the Order and the Final Order Under 11 U.S.C. 327(a) and 328 Authorizing Employment and Retention of Rothschild Inc. as Financial Advisor and Investment Banker to Debtors dated November 30, 2005.

Please feel free to call me or David Resnick at (212) 403-5252 if you should have any questions regarding this invoice.

Very truly yours,

A handwritten signature in black ink, appearing to read 'W. R. Shaw'.

WRS/dgs
Enclosure:



DISTRIBUTION LIST

John Wm. Butler, Jr., Esq.
Skadden, Arps, Slate, Meagher & Flom LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606

Alicia M. Leonhard, Esq.
Office of the United States Trustee
for the Southern District of New York
33 Whitehall Street, Suite 2100
New York, New York 10004

Robert J. Rosenberg, Esq.
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885 Third Avenue
New York, New York 10022-4802

Marissa Wesley, Esq.
Simpson Thacher & Bartlett LLP
425 Lexington Avenue
New York, New York 10017

Marlane Melican, Esq.
Davis Polk & Wardell
450 Lexington Avenue
New York, New York 10017

Invoice

Invoice 1205 DRL DPH1

Date 29 December 2005



Delphi Corporation
5725 Delphi Drive
Troy Michigan 48098-2815

For the attention of David M. Sherbin, Esq., General Counsel

Monthly advisory fee: October 8, 2005 – October 31, 2005	\$193,548.39
Monthly advisory fee: November 1, 2005 – November 30, 2005	250,000.00
	443,548.39
80 percent of advisory fee:	X 0.80
	354,838.71
Less: October 8, 2005 – October 31, 2005 advisory fee paid pre-petition	<193,548.39>
Out-of-Pocket expenses:	27,776.90
Total Due	\$189,067.22

The disbursements and charges reflected on this statement are only those that have been booked at the end of this billing period.
Disbursements and charges received and booked after the closing date of this statements will be billed subsequently.

Please transfer funds to:

JP Morgan Chase Address 500 Stanton Christiana Road Newark, DE 19713	Account Name: Rothschild Inc. Account Number: 0 045 42 212 ABA: 021000021
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DELPHI CORPORATION

Summary of Out-of-Pocket Expenses

October 8, 1005 through November 30, 2005

Travel	\$9,755.20
Taxis/Tolls/Parking	2,287.47
Hotel	652.01
Legal Fees	9,523.60
Miscellaneous	212.75
Meals	1,229.96
Word Processing	1,500.81
Copies	478.60
Research/Database	1,990.82
Telephone/Communications	128.51
Courier Services	<u>17.17</u>
Total	\$ 27,776.90

DELPHI CORPORATION

Travel Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
10/13/05	Fee to change ticket	New York, NY	\$100.00	Vendor	N. Torracco
10/13/05	NY/Detroit	New York, NY	\$427.70	Vendor	N. Torracco
10/13/05	Tzell service charge	New York, NY	\$25.00	Vendor	N. Torracco
10/13/05	Tzell service charge	New York, NY	\$25.00	Vendor	W. Shaw
10/13/05	Tzell service charge	New York, NY	\$25.00	Vendor	W. Shaw
10/13/05	NY/Detroit	New York, NY	\$627.70	Vendor	W. Shaw
10/14/05	Detroit/NY	New York, NY	\$529.20	Vendor	N. Torracco
10/14/05	Tzell service charge	New York, NY	\$25.00	Vendor	N. Torracco
10/14/05	Tzell service charge	New York, NY	\$25.00	Vendor	N. Torracco
10/14/05	Detroit/NY	New York, NY	\$529.20	Vendor	W. Shaw
10/14/05	Tzell service charge	New York, NY	\$25.00	Vendor	W. Shaw
10/17/05	NY/Detroit/NY	New York, NY	\$1,106.90	Vendor	E. Irion
10/19/05	Tzell service charge	New York, NY	\$25.00	Vendor	W. Shaw
10/19/05	NY/Detroit/NY	New York, NY	\$1,256.90	Vendor	W. Shaw
10/19/05	NY/Detroit/NY	New York, NY	\$1,256.90	Vendor	W. Shaw
10/19/05	Tzell service charge	New York, NY	\$25.00	Vendor	D. Resnick
11/07/05	NY/Detroit/NY	New York, NY	\$627.70	Vendor	D. Resnick
11/07/05	Tzell service charge	New York, NY	\$25.00	Vendor	W. Shaw
11/07/05	Detroit/NY	New York, NY	\$629.20	Vendor	W. Shaw
11/07/05	Tzell service charge	New York, NY	\$25.00	Vendor	W. Shaw
11/07/05	Tzell service charge	New York, NY	\$25.00	Vendor	W. Shaw
11/07/05	Tzell service charge	New York, NY	\$25.00	Vendor	W. Shaw
11/07/05	Tzell service charge	New York, NY	\$25.00	Vendor	W. Shaw
11/08/05	NY/Detroit/NY	New York, NY	\$25.00	Vendor	W. Shaw
11/08/05	Tzell service charge	New York, NY	\$1,056.90	Vendor	N. Torracco
11/08/05	Detroit/NY	New York, NY	\$25.00	Vendor	N. Torracco
11/08/05	Tzell service charge	New York, NY	\$627.70	Vendor	W. Shaw
11/11/05	Detroit/NY	New York, NY	\$629.20	Vendor	W. Shaw
Total			\$9,755.20		

DELPHI CORPORATION **Taxi/Tolls/Parking Expense Breakdown**

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
10/08/05	From office to home (wknd)	New York, NY	\$6.00	Vendor	N. Torracco
10/08/05	From home to office (wknd)	New York, NY	\$8.00	Vendor	N. Torracco
10/09/05	From office to home	New York, NY	\$6.00	Vendor	N. Torracco
10/09/05	From office to home (wknd)	New York, NY	\$9.50	Vendor	W. Shaw
10/10/05	From office to home	New York, NY	\$10.00	Vendor	D. Resnick
10/11/05	From office to home	New York, NY	\$5.00	Vendor	N. Torracco
10/12/05	From office to home	New York, NY	\$6.00	Vendor	N. Torracco
10/12/05	From office to home	New York, NY	\$9.50	Vendor	W. Shaw
10/13/05	From home to airport	New York, NY	\$154.33	Vendor	W. Shaw
10/13/05	From airport to company	Detroit, NY	\$86.00	Vendor	W. Shaw
10/13/05	From home to airport	New York, NY	\$140.25	Vendor	N. Torracco
10/14/05	From airport to home	New York, NY	\$149.58	Vendor	W. Shaw
10/14/05	From company to airport	Detroit, MI	\$72.00	Vendor	N. Torracco
10/14/05	From airport to home	New York, NY	\$80.78	Vendor	N. Torracco
10/15/05	From office to home (wknd)	New York, NY	\$6.50	Vendor	W. Shaw
10/15/05	From home to office (wknd)	New York, NY	\$8.00	Vendor	W. Shaw
10/17/05	From airport to company	Detroit, MI	\$133.45	Vendor	E. Irion
10/18/05	From company to hotel	Detroit, MI	\$75.00	Vendor	E. Irion
10/18/05	From airport to company	Detroit, MI	\$123.45	Vendor	E. Irion
10/19/05	From airport to company	Detroit, NY	\$86.00	Vendor	W. Shaw
10/19/05	From company to airport	Detroit, NY	\$72.00	Vendor	W. Shaw
10/20/05	From office to home	New York, NY	\$7.50	Vendor	W. Shaw
10/21/05	From office to home	New York, NY	\$22.44	Vendor	M. Kalamabay
10/21/05	From office to home	New York, NY	\$37.74	Vendor	M. Stein
10/21/05	From office to home	New York, NY	\$10.00	Vendor	W. Shaw
10/22/05	From office to home (wknd)	New York, NY	\$6.00	Vendor	N. Torracco
10/22/05	From home to office (wknd)	New York, NY	\$11.00	Vendor	N. Torracco
10/22/05	From office to home	New York, NY	\$7.00	Vendor	W. Shaw
10/23/05	From office to home (wknd)	New York, NY	\$6.00	Vendor	N. Torracco
10/23/05	From home to office (wknd)	New York, NY	\$7.00	Vendor	N. Torracco
10/25/05	From office to home	New York, NY	\$6.00	Vendor	N. Torracco
10/25/05	From office to home	New York, NY	\$7.50	Vendor	W. Shaw
10/25/05	From meeting to office	New York, NY	\$5.50	Vendor	W. Shaw

DELPHI CORPORATION **Taxi/Tolls/Parking Expense Breakdown**

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
10/25/05	From office to home	New York, NY	\$8.00	Vendor	D. Resnick
10/25/05	From office to home	New York, NY	\$24.48	Vendor	D. Resnick
10/26/05	From office to home	New York, NY	\$20.40	Vendor	M. Stein
10/26/05	From office to home	New York, NY	\$37.74	Vendor	D. Resnick
10/27/05	From office to home	New York, NY	\$92.82	Vendor	D. Resnick & W. Shaw
10/28/05	From office to home	New York, NY	\$20.40	Vendor	M. Stein
10/31/05	From office to home	New York, NY	\$20.40	Vendor	M. Stein
11/01/05	From office to airport	New York, NY	\$49.97	Vendor	J. Sheehan
11/02/05	From office to home	New York, NY	\$9.00	Vendor	W. Shaw
11/03/05	From office to home	New York, NY	\$9.00	Vendor	W. Shaw
11/04/05	From office to home	New York, NY	\$20.40	Vendor	M. Stein
11/04/05	From office to home	New York, NY	\$24.48	Vendor	D. Resnick
11/07/05	From company to airport	Detroit, NY	\$73.00	Vendor	W. Shaw
11/07/05	From airport to company	Detroit, NY	\$89.00	Vendor	W. Shaw
11/08/05	From office to airport	New York, NY	\$49.47	Vendor	N. Torraco
11/09/05	From office to home	New York, NY	\$20.40	Vendor	M. Stein
11/10/05	From hotel to company	Detroit, NY	\$18.00	Vendor	W. Shaw
11/10/05	From office to home	New York, NY	\$9.00	Vendor	D. Resnick
11/11/05	From airport to home	New York, NY	\$77.01	Vendor	W. Shaw
11/11/05	From hotel to company	Detroit, NY	\$18.00	Vendor	W. Shaw
11/13/05	From home to airport	New York, NY	\$49.47	Vendor	D. Resnick
11/14/05	From home to airport	New York, NY	\$49.47	Vendor	W. Shaw
11/15/05	From airport to home	New York, NY	\$35.00	Vendor	W. Shaw
11/16/05	From office to home	New York, NY	\$27.54	Vendor	D. Resnick
11/16/05	From office to home	New York, NY	\$7.50	Vendor	W. Shaw
11/17/05	From office to home	New York, NY	\$9.00	Vendor	W. Shaw
11/22/05	From office to home	New York, NY	\$8.00	Vendor	W. Shaw
11/28/05	From office to home	New York, NY	\$7.50	Vendor	W. Shaw
11/29/05	From office to home	New York, NY	\$7.50	Vendor	W. Shaw
11/30/05	From office to home	New York, NY	\$7.00	Vendor	W. Shaw
11/30/05	From home to early meeting	New York, NY	\$7.50	Vendor	W. Shaw
Total			\$2,287.47		

DELPHI CORPORATION

Hotel Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
10/13/05	Marriott Hotel 1 night	Detroit, MI	\$202.27	Vendor	N. Torraco
10/13/05	Marriott Hotel 1 night	Detroit, MI	\$202.27	Vendor	W. Shaw
10/17/05	Marriott Hotel 1 night	Detroit, MI	\$247.47	Vendor	E. Irion
Total			\$652.01		

\$

DELPHI CORPORATION

Legal Fee Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Incurring 11/15/05	Debevoise & Plimpton	New York, NY	\$9,523.60	Vendor	Various
Total			\$9,523.60		

DEBEVOISE & PLIMPTON LLP

919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Invoice Number: 1042072

November 15, 2005

Rothschild Inc.
1251 Avenue of the Americas
New York, New York 10020
Attn: Todd R. Snyder

Matter Number: 21689.1038

17,554.00
pre-petition

For Professional Services and Advice rendered from October 1, 2005 through October 31, 2005 in connection with
ORACLE

Date	Timekeeper	Narrative	Hours	Amount
10/03/05	R Hahn	Telephone conference with J. Carroll re: Delphi; telephone conference with J. Roberts re: same	0.20	155.00
10/03/05	J Roberts	Review revisions to RINC retention papers; e-mails with JMC, B. Shaw re: same; telephone conference Shearman re: same; review supplemental conflicts results and e-mails with S. Shin re: same	3.60	1,764.00
10/04/05	J Roberts	Work on retention papers, conflicts issues, e-mails with RINC, S&S re: same	2.60	1,274.00
10/05/05	J Roberts	Telephone conference with W. Shaw re: final retention papers; e-mails with S. Shin, Shearman re: same and supplemental conflicts check	2.50	1,225.00
10/06/05	J Roberts	Attention to retention papers, engagement letter amendment; e-mails with S&S re: UST comments	2.20	1,078.00
10/07/05	J Roberts	Telephone conference with OST re: RINC retention papers; attention to retention papers to address same; telephone conferences with and e-mails with Shearman Skadden re: same; telephone conference with L. Chu re: same	4.20	2,058.00
10/08/05	J Roberts	Attention to Oracle filings and emails with Rothschild, Shearman regarding same	2.70	1,323.00
10/10/05	J Roberts	Telephone conferences with Shearman re: Proffe and revisions to same (.8)	0.80	392.00

Date	Timekeeper	Narrative	Hours	Amount
10/11/05	J Roberts	E-mails with RINC re: UST comments and telephone conference with B. Shaw re: same (.4); telephone conference with UST re: same (.3); revise notice (.4); e-mail to Shearman re: same and re: retention hearing (.2); message to B. Kaplan re: same (.1); review disclosures re: disinterestedness (.3)	1.70	833.00
10/12/05	J Roberts	Attention to Delphi interim order and e-mails with R. Meiser, D. Delizalde re: same (.8); e-mails with RINC re: same (.5); telephone conference with B. Shaw re: same (.1)	1.40	686.00
10/17/05	M Cronin	Review of corrective filings from Shearman re retention and notice	0.50	215.00
10/17/05	M Cronin	Review of corrective filing from Shearman re retention.	0.40	172.00
10/21/05	M Wiles	Review subpoena issued in Delphi case; T. M. Cronin re same; T. S&S attorney re same; T. M. Cronin.	0.60	465.00
10/21/05	M Cronin	Attn to calls and emails re subpoena and retention matters	1.00	430.00
10/22/05	M Cronin	Call w/ Bill Shaw and Shearman re subpoena	0.40	172.00
10/23/05	R Hahn	Attention to discovery request	0.20	155.00
10/24/05	M Cronin	Attn to calls and emails re subpoena objection	1.20	516.00
10/25/05	M Wiles	Cnf. M. Cronin; review S&S filing; revised draft objection to document subpoena and arranged service of same.	1.00	775.00
10/25/05	M Wiles	T. RFH and M. Cronin; retrieve and review confidentiality agreement; T. M. Cronin re same; e-mail RFH.	0.50	387.50
10/25/05	R Hahn	Telephone conference with M. Cronin	0.30	232.50
10/25/05	M Erosa	Reviewed documents w/conference w/M. Cronin and T. Groom re: Service of Response to Subpoena.	0.30	62.40
10/25/05	M Cronin	Attn to objection to subpoena and coordination of same and attn to confidentiality agreement issues	5.60	2,408.00
10/26/05	M Cronin	Attn to emails re confidentiality agreement	0.30	129.00
10/28/05	D Saunders	Reviewed and docketed document(s) for filing in Litigation Record File.	0.20	25.20
10/30/05	M Cronin	Attn to Delphi docket re updates	0.20	86.00
10/31/05	M Cronin	Attn to notice from bankruptcy court	0.10	43.00
Hours / Amount:			34.70	\$17,061.60

DEBEVOISE & PLIMPTON LLP

919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Invoice Number: 1042072

November 15, 2005

Rothschild Inc.
1251 Avenue of the Americas
New York, New York 10020
Attn: Todd R. Snyder

Remittance Summary
(Payment Due Upon Receipt)

Total Fees

\$17,061.60

Document Preparation, Communication, Other Charges and Disbursements

16.00

Total Amount Due

\$17,077.60

Remit Payment By:

Check

Debevoise & Plimpton LLP
Accounting Department, 28th Floor
919 Third Avenue
New York, N.Y 10022

Wire Transfer

Citibank, N.A., New York, N.Y
ABA # 021000089
Account # 4919-9225
Invoice No.: 1042072

Tax Identification Number 13 - 5537279

Timekeeper Summary

Timekeeper	Hours	Billed Per Hour	Amount
PARTNER			
Richard F. Hahn	0.70	775.00	542.50
Michael E. Wiles	2.10	775.00	1,627.50
TOTAL FOR PARTNER	2.80		\$2,170.00
ASSOCIATE			
Maureen A. Cronin	9.70	430.00	4,171.00
James B. Roberts	21.70	490.00	10,633.00
TOTAL FOR ASSOCIATE	31.40		\$14,804.00
MANAGING ATTY			
Manuel L. Erosa	0.30	208.00	62.40
Dana L. Saunders	0.20	126.00	25.20
TOTAL FOR MANAGING ATTY	0.50		\$87.60

Disbursement & Other Charges:	Amount
Lawyer Out-of-Pocket	16.00
Disbursement Total:	\$16.00

Total this Matter : \$17,077.60

DELPHI CORPORATION

Miscellaneous Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Oct-05	Presentation materials	New York, NY	\$148.93	Vendor	M. Stein
11/09/05	Non-receipt expense	Detroit, MI	\$1.33	Vendor	N. Torracco
11/10/05	Non-receipt expense (tip)	Detroit, MI	\$5.00	Vendor	W. Shaw
Nov-05	Presentation materials	New York, NY	\$57.49	Vendor	M. Stein
Total			\$212.75		

DELPHI CORPORATION

Meal Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation		Incurred By
10/08/05	Working dinner (wknd)	New York, NY	\$20.00	Vendor	E. Irion	
10/08/05	Working dinner (wknd)	New York, NY	\$20.00	Vendor	N. Toraco	
10/09/05	Working dinner	New York, NY	\$8.86	Vendor	N. Toraco	
10/10/05	Working dinner	New York, NY	\$20.00	Vendor	E. Irion	
10/10/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein	
10/11/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein	
10/11/05	Working dinner	New York, NY	\$20.00	Vendor	N. Toraco	
10/11/05	Working dinner	New York, NY	\$17.99	Vendor	E. Irion	
10/13/05	Traveling meal (lunch & dinner)	Detroit, MI	\$23.62	Vendor	N. Toraco	
10/13/05	Traveling meal (b'fast)	Detroit, MI	\$5.00	Vendor	N. Toraco	
10/14/05	Traveling meal (lunch)	Detroit, MI	\$7.80	Vendor	N. Toraco	
10/14/05	Working dinner	New York, NY	\$20.00	Vendor	E. Irion	
10/14/05	Lunch meeting	New York, NY	\$25.10	Vendor	E. Irion & M. Pokrassa	
10/15/05	Working dinner (wknd)	New York, NY	\$9.75	Vendor	N. Toraco	
10/15/05	Working lunch (wknd)	New York, NY	\$15.00	Vendor	M. Stein	
10/15/05	Working lunch (wknd)	New York, NY	\$10.43	Vendor	N. Toraco	
10/16/05	Working b'fast (wknd)	New York, NY	\$6.64	Vendor	E. Irion	
10/16/05	Working dinner (wknd)	New York, NY	\$20.00	Vendor	E. Irion	
10/16/05	Working b'fast (wknd)	New York, NY	\$7.36	Vendor	N. Toraco	
10/17/05	Working dinner	New York, NY	\$20.00	Vendor	N. Toraco	
10/17/05	Traveling meal (b'fast)	New York, NY	\$6.49	Vendor	E. Irion	
10/17/05	Traveling meal (lunch)	Detroit, MI	\$8.22	Vendor	E. Irion	
10/17/05	Traveling meal (dinner)	Detroit, MI	\$60.00	Vendor	E. Irion	
10/18/05	Working dinner	New York, NY	\$12.63	Vendor	N. Toraco	
10/18/05	Traveling meal (b'fast)	Detroit, MI	\$10.60	Vendor	E. Irion	
10/18/05	Traveling meal (dinner)	Detroit, MI	\$12.54	Vendor	E. Irion	
10/18/05	Traveling meal (lunch)	Detroit, MI	\$9.64	Vendor	E. Irion	
10/19/05	Working dinner	New York, NY	\$20.00	Vendor	N. Toraco	
10/19/05	Traveling meal (b'fast)	New York, NY	\$4.53	Vendor	W. Shaw	
10/19/05	Traveling meal (dinner)	Detroit, MI	\$32.02	Vendor	D. Resnick & W. Shaw	
10/20/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein	
10/21/05	Working dinner	New York, NY	\$15.00	Vendor	M. Stein	
10/21/05	Working dinner	New York, NY	\$6.77	Vendor	N. Toraco	
10/21/05	Working dinner	New York, NY	\$16.00	Vendor	E. Irion	
10/22/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein	

DELPHI CORPORATION

Meal Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
10/23/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
10/23/05	Working dinner (wknd)	New York, NY	\$20.00	Vendor	E. Irion
10/23/05	Working dinner	New York, NY	\$10.36	Vendor	N. Torracco
10/23/05	Working b'fast (wknd)	New York, NY	\$5.43	Vendor	E. Irion
10/23/05	Working lunch (wknd)	New York, NY	\$10.98	Vendor	E. Irion
10/25/05	Working dinner	New York, NY	\$18.42	Vendor	N. Torracco
10/25/05	Working dinner	New York, NY	\$20.00	Vendor	E. Irion
10/25/05	Working dinner	New York, NY	\$20.00	Vendor	W. Shaw
10/27/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
10/28/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
10/28/05	Working dinner	New York, NY	\$11.65	Vendor	N. Torracco
10/29/05	Working lunch (wknd)	New York, NY	\$15.00	Vendor	M. Stein
10/29/05	Working dinner (wknd)	New York, NY	\$20.00	Vendor	M. Stein
10/30/05	Working dinner (wknd)	New York, NY	\$8.07	Vendor	N. Torracco
10/30/05	Working dinner (wknd)	New York, NY	\$20.00	Vendor	E. Irion
10/31/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
11/01/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
11/01/05	Working dinner	New York, NY	\$20.00	Vendor	N. Torracco
11/02/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
11/03/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
11/03/05	Working dinner	New York, NY	\$20.00	Vendor	N. Torracco
11/03/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
11/04/05	Working dinner	New York, NY	\$14.45	Vendor	M. Stein
11/05/05	Working dinner	New York, NY	\$8.94	Vendor	M. Stein
11/05/05	Working dinner	New York, NY	\$20.00	Vendor	N. Torracco
11/06/05	Working dinner	New York, NY	\$7.86	Vendor	M. Stein
11/06/05	Working dinner	New York, NY	\$3.99	Vendor	N. Torracco
11/07/05	Traveling meal (b'fast)	New York, NY	\$6.34	Vendor	W. Shaw
11/07/05	Traveling meal (dinner)	Detroit, MI	\$20.00	Vendor	W. Shaw
11/07/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
11/08/05	Traveling meal (dinner)	New York, NY	\$19.51	Vendor	N. Torracco
11/08/05	Traveling meal (dinner)	New York, NY	\$11.90	Vendor	W. Shaw
11/08/05	Traveling meal (dinner)	Detroit, MI	\$1.49	Vendor	W. Shaw
11/09/05	Traveling meal (lunch)	Detroit, MI	\$11.40	Vendor	N. Torracco
11/09/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
11/09/05	Traveling meal (lunch)	Detroit, MI	\$10.00	Vendor	W. Shaw

DELPHI CORPORATION

Meal Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
11/11/05	Traveling meal (b'fast)	Detroit, MI	\$4.99	Vendor	W. Shaw
11/11/05	Traveling meal (lunch)	Detroit, MI	\$7.61	Vendor	W. Shaw
11/14/05	Traveling meal (b'fast)	New York, NY	\$7.23	Vendor	W. Shaw
11/15/05	Traveling meal (dinner)	Detroit, MI	\$16.80	Vendor	W. Shaw
11/15/05	Traveling meal (b'fast)	Detroit, MI	\$7.69	Vendor	W. Shaw
11/17/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
11/20/05	Working dinner	New York, NY	\$9.88	Vendor	M. Stein
11/21/05	Working dinner	New York, NY	\$20.00	Vendor	E. Irion
11/21/05	Traveling meal (b'fast)	Detroit, MI	\$4.98	Vendor	W. Shaw
11/21/05	Traveling meal (dinner)	Detroit, MI	\$5.91	Vendor	W. Shaw
11/27/05	Working dinner	New York, NY	\$17.09	Vendor	M. Stein
Total			\$1,229.96		

DELPHI CORPORATION

Word Processing Expense Breakdown

Date .	Description	City	Cost	Method of Computation	Incurred By
Incurred					
Nov-05	Word processing charge	New York, NY	\$1,500.81	Vendor	Various
Total			\$1,500.81		

DELPHI CORPORATION

Copy Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Nov-05	Black & white and color copies	New York, NY	\$478.60	\$0.10/page B&W \$1.00/page Color	Various
Total			\$478.60		

DELPHI CORPORATION

Research/Database Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Nov-05	Research material	New York, NY	\$200.00	Vendor	M. Stein
Nov-05	Research material	New York, NY	\$250.00	Vendor	M. Stein
Nov-05	Research material	New York, NY	\$50.00	Vendor	M. Stein
Nov-05	Research material	New York, NY	\$100.00	Vendor	M. Stein
Nov-05	Research material	New York, NY	\$250.00	Vendor	N. Torraco
Nov-05	Research material	New York, NY	\$50.00	Vendor	M. Stein
11/14/05	Thomson Financial	New York, NY	\$252.22	Vendor	Various
Nov-05	Research material	New York, NY	\$150.00	Vendor	B. Adameczyk
Nov-05	Research material	New York, NY	\$400.00	Vendor	B. Adameczyk
Nov-05	Research material	New York, NY	\$100.00	Vendor	M. Stein
11/30/05	Factiva	New York, NY	\$19.53	Vendor	Various
11/30/05	Thomson Financial	New York, NY	\$169.07	Vendor	Various
Total			\$1,990.82		

DELPHI CORPORATION

Telephone/Communication Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Incurred					
11/20/05	Client discussion/cellular	New York, NY	\$54.33	Vendor	E. Irion
11/20/05	Client discussion/cellular	New York, NY	\$74.18	Vendor	W. Shaw
Total			\$128.51		

DELPHI CORPORATION

Courier Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Incurring 11/07/05	Federal Express Corp.	New York, NY	\$17.17	Vendor	D. Resnick
Total			\$17.17		

30 January 2006

David M. Sherbin, Esq.
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098-2815



Dear David:

Enclosed please find our statement of fees for professional services rendered and expenses incurred by Rothschild Inc. for the period December 1, 2005 through December 31, 2005 (the "Statement"). This Statement has been prepared in accordance with the Order Under 11 U.S.C. 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals dated November 4, 2005 (the "Order"). The compensation owed Rothschild Inc. by Delphi Corporation is calculated pursuant to the Order and the Final Order Under 11 U.S.C. 327(a) and 328 Authorizing Employment and Retention of Rothschild Inc. as Financial Advisor and Investment Banker to Debtors dated November 30, 2005.

Please feel free to call me or David Resnick at (212) 403-5252 if you should have any questions regarding this invoice.

Very truly yours,

WRS/dgs
Enclosure:

Rothschild Inc.
1251 Avenue of the Americas
New York, NY 10020
www.rothschild.com

William R. Shaw
Director
Telephone (212) 403-5221
Facsimile (212) 403-5454
Email david.resnick@us.rothschild.com



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New York, New York 10017

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Davis Polk & Wardell
450 Lexington Avenue
New York, New York 10017

Invoice

Invoice 0106 DLR DPH1

Date 30 January 2006



Delphi Corporation
5725 Delphi Drive
Troy Michigan 48098-2815

For the attention of David M. Sherbin, Esq., General Counsel

Monthly advisory fee: December 1, 2005 – December 31, 2005	\$250,000.00
80 percent of advisory fee:	X 0.80
	200,000.00
Out-of-Pocket expenses:	20,261.81
Total Due	\$220,261.81

The disbursements and charges reflected on this statement are only those that have been booked at the end of this billing period.
Disbursements and charges received and booked after the closing date of this statements will be billed subsequently.

Please transfer funds to:

JP Morgan Chase Address 500 Stanton Christiana Road Newark, DE 19713	Account Name: Rothschild Inc. Account Number: 0 045 42 212 ABA: 021000021
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DELPHI CORPORATION

Summary of Out-of-Pocket Expenses

December 1, 2005 through December 31, 2005

Travel	\$9,808.20
Taxis/Tolls/Parking	2,384.35
Hotel	3,016.40
Legal Fees	-
Miscellaneous	151.93
Meals	1,642.69
Word Processing	778.48
Copies	1,765.50
Research/Database	450.00
Telephone/Communications	163.22
Courier Services	<u>101.04</u>
Total	\$ 20,261.81

DELPHI CORPORATION

Travel Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
11/13/05	NY/Detroit/NY	New York, NY	\$1,056.00	Vendor	D. Resnick
11/13/05	Tzell service charge	New York, NY	\$25.00	Vendor	D. Resnick
11/14/05	Tzell service charge	New York, NY	\$25.00	Vendor	W. Shaw
11/14/05	NY/Detroit/NY	New York, NY	\$1,056.00	Vendor	W. Shaw
11/14/05	Ticket refund	New York, NY	-\$629.20	Vendor	D. Resnick
11/16/05	Tzell service charge	New York, NY	\$25.00	Vendor	N. Torraco
11/16/05	Tzell service charge	New York, NY	\$25.00	Vendor	E. Irion
11/21/05	NY/Detroit/NY	New York, NY	\$1,056.00	Vendor	W. Shaw
11/21/05	Tzell service charge	New York, NY	\$25.00	Vendor	W. Shaw
12/01/05	NY/Detroit	New York, NY	\$527.70	Vendor	N. Torraco
12/01/05	Tzell service charge	New York, NY	\$25.00	Vendor	N. Torraco
12/01/05	NY/Detroit	New York, NY	\$529.20	Vendor	W. Shaw
12/01/05	Tzell service charge	New York, NY	\$25.00	Vendor	W. Shaw
12/01/05	NY/Detroit/NY	New York, NY	\$1,056.90	Vendor	M. Stein
12/01/05	Tzell service charge	New York, NY	\$25.00	Vendor	M. Stein
12/02/05	Tzell service charge	New York, NY	\$25.00	Vendor	N. Torraco
12/02/05	Tzell service charge	New York, NY	\$529.20	Vendor	N. Torraco
12/02/05	Detroit/NY	New York, NY	\$529.20	Vendor	W. Shaw
12/02/05	Detroit/NY	New York, NY	\$25.00	Vendor	W. Shaw
12/02/05	Tzell service charge	New York, NY	\$25.00	Vendor	M. Stein
12/02/05	Tzell service charge	New York, NY	\$1,056.00	Vendor	W. Shaw
12/06/05	NY/Detroit/NY	New York, NY	\$25.00	Vendor	W. Shaw
12/06/05	Tzell service charge	New York, NY	\$1,056.00	Vendor	D. Resnick
12/06/05	NY/Detroit/NY	New York, NY	\$25.00	Vendor	D. Resnick
12/06/05	Tzell service charge	New York, NY	\$25.00	Vendor	D. Resnick
12/06/05	Tzell service charge	New York, NY	\$25.00	Vendor	D. Resnick
12/07/05	Tzell service charge	New York, NY	\$1,056.00	Vendor	D. Resnick
12/08/05	NY/Detroit/NY	New York, NY	\$529.20	Vendor	W. Shaw
12/09/05	Detroit/NY	New York, NY	\$25.00	Vendor	W. Shaw
12/09/05	Tzell service charge	New York, NY	\$9,808.20	Vendor	
Total			\$9,808.20		

DELPHI CORPORATION **Taxi/Tolls/Parking Expense Breakdown**

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
10/14/05	From office to home	New York, NY	\$45.90	Vendor	M. Stein
10/18/05	From airport to office	New York, NY	\$78.03	Vendor	E. Irion
10/24/05	From office to home	New York, NY	\$7.50	Vendor	W. Shaw
10/29/05	From office to home	New York, NY	\$6.00	Vendor	N. Torracco
10/30/05	From home to office (wknd)	New York, NY	\$7.00	Vendor	N. Torracco
11/04/05	From office to home	New York, NY	\$15.00	Vendor	N. Torracco
11/05/05	From home to office (wknd)	New York, NY	\$9.00	Vendor	N. Torracco
11/05/05	From office to home (wknd)	New York, NY	\$9.00	Vendor	N. Torracco
11/05/05	From office to home (wknd)	New York, NY	\$10.00	Vendor	N. Torracco
11/05/05	Called back to office	New York, NY	\$7.00	Vendor	N. Torracco
11/06/05	From office to home	New York, NY	\$88.23	Vendor	N. Torracco
11/07/05	From airport to home	New York, NY	\$80.00	Vendor	W. Shaw
11/11/05	From company to airport	Detroit, MI	\$80.00	Vendor	W. Shaw
11/13/05	From home to office (wknd)	New York, NY	\$10.00	Vendor	N. Torracco
11/13/05	From office to home (wknd)	New York, NY	\$7.00	Vendor	N. Torracco
11/13/05	From airport to company	Detroit, MI	\$89.00	Vendor	D. Resnick
11/14/05	From airport to company	Detroit, MI	\$89.00	Vendor	W. Shaw
11/14/05	From company to airport	Detroit, MI	\$75.00	Vendor	W. Shaw
11/15/05	From office to home	Detroit, MI	\$6.00	Vendor	N. Torracco
11/16/05	From office to home	New York, NY	\$24.48	Vendor	D. Resnick
11/21/05	From office to home	New York, NY	\$6.00	Vendor	N. Torracco
11/21/05	From airport to client meeting	Detroit, MI	\$89.00	Vendor	W. Shaw
11/21/05	From office to home	New York, NY	\$12.00	Vendor	D. Resnick
11/21/05	From airport to home	New York, NY	\$137.09	Vendor	W. Shaw
11/21/05	From airport to company	Detroit, MI	\$89.00	Vendor	W. Shaw
11/22/05	From office to home	New York, NY	\$6.00	Vendor	N. Torracco
11/25/05	From office to home	New York, NY	\$6.50	Vendor	N. Torracco
11/28/05	From office to home	New York, NY	\$6.00	Vendor	N. Torracco
11/28/05	From office to home	New York, NY	\$24.48	Vendor	D. Resnick
11/29/05	From office to home	New York, NY	\$6.00	Vendor	N. Torracco
11/29/05	From office to home	New York, NY	\$27.54	Vendor	D. Resnick
11/29/05	From office to home	New York, NY	\$20.40	Vendor	M. Stein
11/29/05	From office to home	New York, NY	\$55.08	Vendor	D. Resnick
12/01/05	From company to hotel	Detroit, MI	\$5.00	Vendor	W. Shaw

DELPHI CORPORATION **Taxi/Tolls/Parking Expense Breakdown**

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/01/05	From hotel to company	Detroit, MI	\$5.00	Vendor	W. Shaw
12/01/05	From home to airport	New York, NY	\$49.47	Vendor	W. Shaw
12/02/05	From client meeting to airport	Detroit, MI	\$75.00	Vendor	N. Torraco
12/02/05	From airport to home	New York, NY	\$96.39	Vendor	W. Shaw
12/05/05	From office to home	New York, NY	\$6.00	Vendor	N. Torraco
12/05/05	From office to home	New York, NY	\$8.00	Vendor	W. Shaw
12/05/05	From home to office for early morning meeting	New York, NY	\$7.50	Vendor	W. Shaw
12/05/05	From office to home	New York, NY	\$7.25	Vendor	D. Resnick
12/05/05	From office to home	New York, NY	\$23.46	Vendor	M. Stein
12/06/05	From office to home	New York, NY	\$6.00	Vendor	N. Torraco
12/06/05	From airport to client meeting	Detroit, MI	\$58.00	Vendor	W. Shaw
12/06/05	From client meeting to company	Detroit, MI	\$73.00	Vendor	W. Shaw
12/06/05	From home to airport	New York, NY	\$49.47	Vendor	D. Resnick
12/06/05	From home to airport	New York, NY	\$49.47	Vendor	W. Shaw
12/07/05	From airport to home	New York, NY	\$92.31	Vendor	D. Resnick
12/08/05	From airport to company	Detroit, MI	\$105.00	Vendor	D. Resnick
12/08/05	From office to home	New York, NY	\$53.04	Vendor	D. Resnick
12/08/05	From office to home	New York, NY	\$22.44	Vendor	D. Resnick
12/09/05	From office to home	New York, NY	\$25.50	Vendor	M. Stein
12/11/05	From office to home	New York, NY	\$9.00	Vendor	M. Stein
12/11/05	From home to office (wknd)	New York, NY	\$7.00	Vendor	N. Torraco
12/11/05	From office to home (wknd)	New York, NY	\$6.50	Vendor	W. Shaw
12/11/05	From office to home	New York, NY	\$22.44	Vendor	W. Shaw
12/12/05	From office to home	New York, NY	\$8.00	Vendor	M. Stein
12/12/05	From home to office for early morning meeting	New York, NY	\$7.00	Vendor	W. Shaw
12/13/05	From office to home	New York, NY	\$6.00	Vendor	W. Shaw
12/13/05	From office to home	New York, NY	\$22.44	Vendor	N. Torraco
12/15/05	From airport to home	New York, NY	\$35.00	Vendor	M. Stein
12/15/05	From home to airport	New York, NY	\$76.50	Vendor	W. Shaw
12/15/05	From home to airport	New York, NY	\$74.46	Vendor	D. Resnick
12/16/05	From office to home	New York, NY	\$22.44	Vendor	W. Shaw
12/19/05	From office to home	New York, NY	\$9.00	Vendor	M. Stein
12/19/05	From office to home	New York, NY	\$48.14	Vendor	W. Shaw
12/19/05	From office to home	New York, NY		Vendor	M. Stein

DELPHI CORPORATION
Taxi/Tolls/Parking Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/20/05	From home to office for early morning meeting	New York, NY	\$17.00	Vendor	W. Shaw
12/20/05	From office to home	New York, NY	\$11.00	Vendor	W. Shaw
12/21/05	From office to home	New York, NY	\$8.00	Vendor	W. Shaw
12/27/05	From office to home	New York, NY	\$8.50	Vendor	W. Shaw
11/28/05	From office to home	New York, NY	\$20.40	Vendor	M. Stein
Total			\$2,384.35		

DELPHI CORPORATION

Hotel Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Incurring					
11/08/05	Marriott Hotel 1 night	Detroit, MI	\$202.27	Vendor	N. Torraco
11/08/05	Marriott Hotel 1 night	Detroit, MI	\$202.27	Vendor	W. Shaw
11/09/05	Marriott Hotel 1 night	Detroit, MI	\$202.27	Vendor	W. Shaw
11/09/05	Marriott Hotel 1 night	Detroit, MI	\$202.27	Vendor	N. Torraco
11/10/05	Marriott Hotel 1 night	Detroit, MI	\$202.27	Vendor	N. Torraco
11/10/05	Marriott Hotel 1 night	Detroit, MI	\$202.27	Vendor	W. Shaw
11/13/05	Marriott Hotel 1 night	Detroit, MI	\$247.47	Vendor	D. Resnick
11/14/05	Marriott Hotel 1 night	Detroit, MI	\$135.60	Vendor	W. Shaw
12/01/05	Marriott Hotel 1 night	Detroit, MI	\$247.47	Vendor	N. Torraco
12/01/05	Marriott Hotel 1 night	Detroit, MI	\$247.47	Vendor	W. Shaw
12/01/05	Marriott Hotel 1 night	Detroit, MI	\$247.47	Vendor	M. Stein
12/06/05	Marriott Hotel 1 night	Detroit, MI	\$221.91	Vendor	W. Shaw
12/06/05	Marriott Hotel 1 night	Detroit, MI	\$207.92	Vendor	D. Resnick
12/08/05	Marriott Hotel 1 night	Detroit, MI	\$247.47	Vendor	D. Resnick
Total			\$3,016.40		

DELPHI CORPORATION

Miscellaneous Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Dec-05	Presentation materials	New York, NY	\$151.93	Vendor	Various
Total			\$151.93		

DELPHI CORPORATION

Meal Expense Breakdown

Date	Description	City	Cost	Method of		Incurred By
				Computation		
10/13/05	Working dinner	New York, NY	\$20.00	Vendor		M. Stein
10/17/05	Working dinner	New York, NY	\$20.00	Vendor		M. Stein
10/18/05	Working dinner	New York, NY	\$20.00	Vendor		M. Stein
10/23/05	Working dinner	New York, NY	\$20.00	Vendor		M. Stein
11/04/05	Working dinner	New York, NY	\$7.32	Vendor		N. Torracco
11/08/05	Traveling meal (b'fast)	Detroit, MI	\$16.93	Vendor		W. Shaw
11/09/05	Traveling meal (b'fast)	Detroit, MI	\$10.43	Vendor		N. Torracco
11/09/05	Working dinner	New York, NY	\$10.83	Vendor		E. Irion
11/09/05	Traveling meal (b'fast)	Detroit, MI	\$16.93	Vendor		W. Shaw
11/09/05	Traveling meal (dinner)	Detroit, MI	\$40.58	Vendor		W. Shaw
11/10/05	Traveling meal (lunch)	Detroit, MI	\$9.37	Vendor		N. Torracco
11/10/05	Traveling meal (dinner)	Detroit, MI	\$54.63	Vendor		N. Torracco
11/10/05	Traveling meal (b'fast)	Detroit, MI	\$10.43	Vendor		N. Torracco
11/11/05	Traveling meal (lunch)	Detroit, MI	\$3.14	Vendor		N. Torracco
11/13/05	Working lunch (wknd)	New York, NY	\$10.02	Vendor		N. Torracco
11/13/05	Traveling meal (b'fast)	Detroit, MI	\$15.26	Vendor		D. Resnick
11/15/05	Traveling meal (b'fast)	Detroit, MI	\$13.36	Vendor		W. Shaw
11/17/05	Working dinner	New York, NY	\$20.00	Vendor		N. Torracco
11/18/05	Working dinner	New York, NY	\$20.00	Vendor		E. Irion
11/20/05	Working lunch (wknd)	New York, NY	\$9.48	Vendor		N. Torracco
11/21/05	Working dinner	New York, NY	\$20.00	Vendor		N. Torracco
11/25/05	Working dinner	New York, NY	\$20.00	Vendor		N. Torracco
11/26/05	Working dinner	New York, NY	\$10.06	Vendor		N. Torracco
11/28/05	Working dinner	New York, NY	\$20.00	Vendor		N. Torracco
11/28/05	Working dinner	New York, NY	\$20.00	Vendor		M. Stein
11/29/05	Working dinner	New York, NY	\$20.00	Vendor		M. Stein
11/30/05	Working dinner	New York, NY	\$20.00	Vendor		M. Stein
11/30/05	Working dinner	New York, NY	\$20.00	Vendor		N. Torracco
12/01/05	Traveling meal (lunch)	Detroit, MI	\$9.19	Vendor		N. Torracco
12/01/05	Traveling meal (dinner)	Detroit, MI	\$73.97	Vendor		N. Torracco
12/01/05	Traveling meal (b'fast)	Detroit, MI	\$3.99	Vendor		W. Shaw
12/01/05	Traveling meal (dinner)	Detroit, MI	\$147.33	Vendor		W. Shaw & M. Stein
12/02/05	Working dinner	New York, NY	\$20.00	Vendor		M. Stein
12/02/05	Traveling meal (b'fast)	Detroit, MI	\$13.36	Vendor		N. Torracco
12/02/05	Traveling meal (b'fast)	Detroit, MI	\$1.47	Vendor		W. Shaw

DELPHI CORPORATION

Meal Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/03/05	Working dinner	New York, NY	\$17.09	Vendor	M. Stein
12/03/05	Working b'fast (wknd)	New York, NY	\$9.50	Vendor	E. Irion
12/03/05	Working dinner (wknd)	New York, NY	\$20.00	Vendor	E. Irion
12/04/05	Working dinner	New York, NY	\$18.59	Vendor	M. Stein
12/04/05	Working lunch (wknd)	New York, NY	\$14.29	Vendor	E. Irion
12/05/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
12/06/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
12/06/05	Working dinner	New York, NY	\$20.00	Vendor	E. Irion
12/06/05	Traveling meal (b'fast)	Detroit, MI	\$7.23	Vendor	W. Shaw
12/06/05	Traveling meal (b'fast)	New York, NY	\$9.30	Vendor	D. Resnick
12/07/05	Working dinner	New York, NY	\$20.00	Vendor	N. Torracco
12/07/05	Working dinner	New York, NY	\$20.00	Vendor	E. Irion
12/07/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
12/08/05	Traveling meal (b'fast)	Detroit, MI	\$15.26	Vendor	D. Resnick
12/09/05	Working dinner	New York, NY	\$20.00	Vendor	N. Torracco
12/09/05	Working dinner	New York, NY	\$16.45	Vendor	M. Stein
12/09/05	Working dinner	New York, NY	\$20.00	Vendor	E. Irion
12/10/05	Working b'fast (wknd)	New York, NY	\$10.05	Vendor	E. Irion
12/10/05	Working b'fast (wknd)	New York, NY	\$10.71	Vendor	N. Torracco
12/10/05	Working lunch (wknd)	New York, NY	\$14.95	Vendor	E. Irion
12/10/05	Working lunch (wknd)	New York, NY	\$12.34	Vendor	N. Torracco
12/10/05	Working dinner (wknd)	New York, NY	\$20.00	Vendor	M. Stein
12/10/05	Working dinner (wknd)	New York, NY	\$20.00	Vendor	E. Irion
12/11/05	Working lunch (wknd)	New York, NY	\$17.10	Vendor	N. Torracco
12/11/05	Working lunch (wknd)	New York, NY	\$15.00	Vendor	M. Stein
12/11/05	Working dinner (wknd)	New York, NY	\$20.00	Vendor	M. Stein
12/12/05	Working dinner	New York, NY	\$20.00	Vendor	N. Torracco
12/12/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
12/13/05	Working dinner	New York, NY	\$20.00	Vendor	N. Torracco
12/13/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
12/14/05	Working dinner	New York, NY	\$20.00	Vendor	N. Torracco
12/14/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
12/15/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
12/15/05	Working dinner	New York, NY	\$20.00	Vendor	N. Torracco
12/15/05	Traveling meal (dinner)	Detroit, MI	\$5.91	Vendor	W. Shaw

DELPHI CORPORATION

Meal Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/16/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
12/16/05	Working dinner	New York, NY	\$20.00	Vendor	E. Irion
12/17/05	Working dinner (wknd)	New York, NY	\$20.00	Vendor	M. Stein
12/17/05	Working dinner (wknd)	New York, NY	\$10.13	Vendor	M. Stein
12/19/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
12/19/05	Working dinner	New York, NY	\$20.00	Vendor	N. Torracco
12/20/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
12/20/05	Working dinner	New York, NY	\$20.00	Vendor	N. Torracco
12/21/05	Working dinner	New York, NY	\$20.00	Vendor	N. Torracco
12/21/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
12/22/05	Working dinner	New York, NY	\$20.00	Vendor	N. Torracco
12/22/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
12/27/05	Working dinner	New York, NY	\$20.00	Vendor	N. Torracco
12/29/05	Working dinner	New York, NY	\$10.71	Vendor	N. Torracco
12/30/05	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
Total			\$1,642.69		

DELPHI CORPORATION

Word Processing Expense Breakdown

<u>Date</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
Incurring Dec-05	Word processing charge	New York, NY	\$778.48	Vendor	Various
Total			\$778.48		

DELPHI CORPORATION

Copy Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Dec-05	Black & white and color copies	New York, NY	\$390.90	\$0.10/page B&W \$1.00/page Color	Various
Jan-06	Black & white and color copies	New York, NY	<u>\$1,374.60</u>	\$0.10/page B&W \$1.00/page Color	Various
Total			\$1,765.50		

DELPHI CORPORATION

Research/Database Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Nov-05	Research material	New York, NY	\$250.00	Vendor	M. Stein
Dec-05	Research material	New York, NY	\$50.00	Vendor	M. Stein
Dec-05	Research material	New York, NY	\$150.00	Vendor	M. Stein
Total			\$450.00		

DELPHI CORPORATION

Telephone/Communication Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Incurred					
11/10/05	Business call	Detroit, MI	\$9.54	Vendor	N. Torraco
11/18/05	Conference call	New York, NY	\$17.83	Vendor	E. Irion & 1 party
12/01/05	Business call	Detroit, MI	\$10.27	Vendor	N. Torraco
12/20/05	Client discussion/cellular	New York, NY	\$70.64	Vendor	W. Shaw
12/20/05	Client discussion/cellular	New York, NY	\$54.94	Vendor	E. Irion
Total			\$163.22		

DELPHI CORPORATION

Courier Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
10/09/05	Deluxe Delivery Systems	New York NY	\$29.25	Vendor	Various
12/29/05	Federal Express Corp.	New York NY	\$10.90	Vendor	W. Shaw
12/29/05	Federal Express Corp.	New York NY	\$10.90	Vendor	W. Shaw
12/29/05	Federal Express Corp.	New York NY	\$10.90	Vendor	W. Shaw
12/29/05	Federal Express Corp.	New York NY	\$13.87	Vendor	W. Shaw
12/29/05	Federal Express Corp.	New York NY	\$14.32	Vendor	W. Shaw
12/29/05	Federal Express Corp.	New York NY	\$10.90	Vendor	W. Shaw
Total			\$101.04		

27 February 2006

David M. Sherbin, Esq.
General Counsel
Delphi Corporation
5725 Delphi Drive
Troy, Michigan 48098-2815



Dear David:

Enclosed please find our statement of fees for professional services rendered and expenses incurred by Rothschild Inc. for the period January 1, 2006 through January 31, 2006 (the "Statement"). This Statement has been prepared in accordance with the Order Under 11 U.S.C. 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals dated November 4, 2005 (the "Order"). The compensation owed Rothschild Inc. by Delphi Corporation is calculated pursuant to the Order and the Final Order Under 11 U.S.C. 327(a) and 328 Authorizing Employment and Retention of Rothschild Inc. as Financial Advisor and Investment Banker to Debtors dated November 30, 2005.

Please feel free to call me or David Resnick at (212) 403-5252 if you should have any questions regarding this invoice.

Very truly yours,

WRS/dgs
Enclosure:



DISTRIBUTION LIST

John Wm. Butler, Jr., Esq.
Skadden, Arps, Slate, Meagher & Flom LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606

Alicia M. Leonhard, Esq.
Office of the United States Trustee
for the Southern District of New York
33 Whitehall Street, Suite 2100
New York, New York 10004

Robert J. Rosenberg, Esq.
Latham & Watkins LLP
885 Third Avenue
New York, New York 10022-4802

Marissa Wesley, Esq.
Simpson Thacher & Bartlett LLP
425 Lexington Avenue
New York, New York 10017

Marlane Melican, Esq.
Davis Polk & Wardell
450 Lexington Avenue
New York, New York 10017

Invoice

Invoice 0206 DLR DPH1

Date 27 February 2006



Delphi Corporation
5725 Delphi Drive
Troy Michigan 48098-2815

For the attention of David M. Sherbin, Esq., General Counsel

Monthly advisory fee: January 1, 2006 – January 31, 2006	\$250,000.00
80 percent of advisory fee:	X 0.80
	200,000.00
Out-of-Pocket expenses:	40,307.56
Total Due	\$240,307.56

The disbursements and charges reflected on this statement are only those that have been booked at the end of this billing period.
Disbursements and charges received and booked after the closing date of this statements will be billed subsequently.

Please transfer funds to:

JP Morgan Chase Address 500 Stanton Christiana Road Newark, DE 19713	Account Name: Rothschild Inc. Account Number: 0 045 42 212 ABA: 021000021
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DELPHI CORPORATION

Summary of Out-of-Pocket Expenses

January 1, 2006 through January 31, 2006

Travel	\$4,507.80
Taxis/Tolls/Parking	1,012.11
Hotel	408.12
Legal Fees	30,610.91
Miscellaneous	66.87
Meals	423.88
Word Processing	636.24
Copies	94.00
Research/Database	2,274.95
Telephone/Communications	209.95
Courier Services	<u>62.73</u>
Total	\$ 40,307.56

DELPHI CORPORATION

Travel Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/06/05	Ticket refund	New York, NY	-\$629.20	Vendor	W. Shaw
12/15/05	NY/Detroit/NY	New York, NY	\$1,273.90	Vendor	D. Resnick
12/15/05	Tzell service charge	New York, NY	\$25.00	Vendor	D. Resnick
12/15/05	NY/Detroit/NY	New York, NY	\$1,273.90	Vendor	W. Shaw
12/15/05	Tzell service charge	New York, NY	\$25.00	Vendor	W. Shaw
01/10/06	NY/Detroit	New York, NY	\$527.80	Vendor	W. Shaw
01/10/06	Detroit/NY	New York, NY	\$629.30	Vendor	W. Shaw
01/10/06	Agency fee	New York, NY	\$100.00	Vendor	G. Rosenfeld
01/10/06	NY/Detroit/NY	New York, NY	\$1,257.10	Vendor	G. Rosenfeld
01/25/06	Tzell service charge	New York, NY	\$25.00	Vendor	W. Shaw
Total			\$4,507.80		

DELPHI CORPORATION
Taxi/Tolls/Parking Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Incurred					
12/09/05	From airport to home	New York, NY	\$138.36	Vendor	W. Shaw
12/13/05	From office to home	New York, NY	\$25.50	Vendor	S. Glasgow
12/15/05	From airport to home	New York, NY	\$123.57	Vendor	W. Shaw
12/15/05	From airport to home	New York, NY	\$132.24	Vendor	D. Resnick
12/15/05	From company to airport	Detroit, MI	\$120.00	Vendor	W. Shaw
12/15/05	From airport to company	Detroit, MI	\$89.00	Vendor	W. Shaw
01/03/06	From office to home	New York, NY	\$9.50	Vendor	W. Shaw
01/04/06	From office to home	New York, NY	\$7.50	Vendor	W. Shaw
01/04/06	From office to home	New York, NY	\$24.48	Vendor	D. Resnick
01/10/06	From airport to company	Detroit, MI	\$89.00	Vendor	W. Shaw
01/10/06	From home to airport	New York, NY	\$49.47	Vendor	W. Shaw
01/11/06	From office to home	New York, NY	\$24.48	Vendor	D. Resnick
01/13/06	From home to airport	New York, NY	\$49.47	Vendor	D. Resnick
01/18/06	From home to airport	New York, NY	\$49.47	Vendor	W. Shaw
01/18/06	From airport to home	New York, NY	\$80.07	Vendor	W. Shaw
Total			\$1,012.11		

DELPHI CORPORATION

Hotel Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/15/05	Marriott 1 night	Detroit, MI	\$204.06	Vendor	D. Resnick
12/15/05	Marriott 1 night	Detroit, MI	\$204.06	Vendor	W. Shaw
Total			\$408.12		

DELPHI CORPORATION

Legal Fee Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/12/05	Debevoise & Plimpton	New York, NY	\$28,971.68	Vendor	Various
01/12/06	Debevoise & Plimpton	New York, NY	\$1,639.23	Vendor	Various
Total			\$30,610.91		

DEBEVOISE & PLIMPTON LLP

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919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Invoice Number: 1046276

January 11, 2006

Rothschild Inc.
1251 Avenue of the Americas
New York, New York 10020
Attn: Todd R. Snyder

Remittance Summary
(Payment Due Upon Receipt)

Total Fees	\$1,462.00
Document Preparation, Communication, Other Charges and Disbursements	<u>177.23</u>
Total Amount Due	<u>\$1,639.23</u>

Remit Payment By:

Check

Debevoise & Plimpton LLP
Accounting Department, 28th Floor
919 Third Avenue
New York, N.Y 10022

Wire Transfer

Citibank, N.A., New York, N.Y
ABA # 021000089
Account # 4919-9225
Invoice No.: 1046276

Tax Identification Number 13 - 5537279

DEBEVOISE & PLIMPTON LLP

919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Invoice Number: 1046276

January 11, 2006

Rothschild Inc.
1251 Avenue of the Americas
New York, New York 10020
Attn: Todd R. Snyder

Matter Number: 21689.1038

For Professional Services and Advice rendered from December 1, 2005 through December 31, 2005 in connection with **ORACLE**

Date	Timekeeper	Narrative	Hours	Amount
12/05/05	M Cronin	Email from WS re final order; review of same; call w/ T Matz re same; call from Committee re PBGC and emails re same	1.20	516.00
12/06/05	M Cronin	Attn to emails re supplemental disclosure and drafting of same re Delphi; call to T Matz re same	0.70	301.00
12/07/05	M Cronin	Attn to email re court filings	0.10	43.00
12/12/05	M Cronin	Email to Rothschild re disclosure	0.10	43.00
12/13/05	M Cronin	Call w/ WS re disclosure	0.10	43.00
12/14/05	M Cronin	Coorindation of supplemental disclosure and call w/ WS re same	0.30	129.00
12/20/05	M Cronin	Email and call from Latham; emails w/ RFH re same; emails w/ Rothschild re same	0.90	387.00
Hours / Amount:			3.40	\$1,462.00

Disbursement & Other Charges:	Amount
Lawyer Out-of-Pocket	67.32
Lawyer OT Expense - Meals	54.25

Disbursement & Other Charges:	Amount
Express deliveries & Outside messengers	28.56
Duplicating	17.20
Proofreading	9.90
Disbursement Total:	\$177.23

Total this Matter : \$1,639.23

Timekeeper Summary

Timekeeper	Hours	Billed Per Hour	Amount
ASSOCIATE			
Maureen A. Cronin	3.40	430.00	1,462.00
TOTAL FOR ASSOCIATE	3.40		\$1,462.00

DEBEVOISE & PLIMPTON LLP

919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Client / Matter Name: ROTHSCHILD RESTRUCTURING ENGAGEMENTS - ORACLE

Client / Matter Number: 21689.1038

Period Covered: December 1, 2005 through December 31, 2005

Billing Partner: Richard F. Hahn

Reviewing Partner: Debevoise & Plimpton

January 11, 2006

Client : ROTHSCHILD RESTRUCTURING ENGAGEMENTS

Invoice No.: 1046276

Total Fees

\$1,462.00

Document Preparation, Communication, Other Charges and Disbursements

177.23

Total Amount Due

\$1,639.23

DEBEVOISE & PLIMPTON LLP

919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Invoice Number: 1044987

December 12, 2005

Rothschild Inc.
1251 Avenue of the Americas
New York, New York 10020
Attn: Todd R. Snyder

Remittance Summary
(Payment Due Upon Receipt)

Total Fees	\$28,625.70
Document Preparation, Communication, Other Charges and Disbursements	<u>345.98</u>
Total Amount Due	<u>\$28,971.68</u>

Remit Payment By:

Check

Debevoise & Plimpton LLP
Accounting Department, 28th Floor
919 Third Avenue
New York, N.Y 10022

Wire Transfer

Citibank, N.A., New York, N.Y
ABA # 021000089
Account # 4919-9225
Invoice No.: 1044987

Tax Identification Number 13 - 5537279

Pg 57 of 68
DEBEVOISE & PLIMPTON LLP919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Invoice Number: 1044987

December 12, 2005

Rothschild Inc.
1251 Avenue of the Americas
New York, New York 10020
Attn: Todd R. Snyder

Matter Number: 21689.1038

For Professional Services and Advice rendered from November 1, 2005 through November 30, 2005 in connection with **ORACLE**

Date	Timekeeper	Narrative	Hours	Amount
11/02/05	M Cronin	Call from WS re Delphi compensation order and review of same; call w/ TM and JB of Skadden re retention and holdback; call to UST and calls w/ WS re same	2.10	903.00
11/10/05	M Cronin	Attn to Delphi retention and emails w/ RFH re same; emails w/ WS re same	1.00	430.00
11/11/05	M Cronin	Call w/ committee and Rothschild re retention and fees; call w/ DR re same and RFH re same; calls w/ WS re same	2.30	989.00
11/14/05	R Hahn	Telephone conference with D. Resnick	0.20	155.00
11/15/05	R Hahn	Telephone conference with R. Rosenberg; email to D. Resnick	0.30	232.50
11/16/05	M Cronin	Call from WS re update and review of engagement letter and order and drafting language per same	0.70	301.00
11/17/05	M Cronin	Attn to compensation comparison	0.10	43.00
11/18/05	R Hahn	Review email; telephone conference with M. Cronin	0.30	232.50
11/18/05	M Cronin	Calls w/ WS re settlement w/ JPM on retention and comments from committee; call w RFH re same; vm to MEW re same; emails w Shearman re final order	0.80	344.00
11/19/05	M Cronin	Attn to email re committee comments	0.10	43.00
11/20/05	R Hahn	Conference call with Committee advisors	1.20	930.00

Date	Timekeeper	Narrative	Hours	Amount
11/20/05	M Cronin	Emails w/ WS and RFH re Delphi; drafting language for order and emails re same; conference call w/ Committee and followup call re same	2.80	1,204.00
11/21/05	M Wiles	Cnf. M. Cronin re committee objections and responses to be made to same.	0.40	310.00
11/21/05	M Cronin	Call from WS re language for order; attn to email from MEW re comps an VM re same; misc emails re retention	0.60	258.00
11/22/05	M Wiles	E-mails MC re Rothschild discussions and draft modifications.	0.20	155.00
11/22/05	R Hahn	Review emails; review rider	0.30	232.50
11/22/05	M Cronin	Conference call w/ R and Committee; calls and emails re same; revisions to language per JPM; drafting amendment to Engagement Letter and calls and emails re same	6.40	2,752.00
11/23/05	M Wiles	Cnf. M. Cronin re discussions with committee and possible need for hearing; review draft committee objection; cnf. call with J. Lyons and other Skadden attorneys to discuss same and responses to be prepared; retrieved and forwarded model briefs on related issues.	2.00	1,550.00
11/23/05	R Hahn	Review amendment; telephone conference with M. Cronin	0.50	387.50
11/23/05	M Cronin	Calls and emails re amendment to engagement letter; calls and emails re response; calls and emails re extension of objection deadline; review of objection	8.40	3,612.00
11/24/05	M Cronin	Conference call w/ V. Ziegler of Skadden re sample responses and division of drafting responsibility; begin drafting response to committee objection; review of model responses	4.00	1,720.00
11/25/05	M Wiles	Review e-mails re committee settlement.	0.20	155.00
11/25/05	R Hahn	Review new draft of engagement letter	0.70	542.50
11/25/05	M Cronin	Call and emails w/ Committee re settlement; call and emails w/ Rothschild and Skadden re same; drafting of revised engagement letter and emails re same	5.90	2,537.00
11/26/05	M Wiles	Review and revise amended and restated engagement letter in Delphi case.	0.80	620.00
11/26/05	M Cronin	Attn to comments from RFH on draft and distribution of draft per same; attn to VM and email from DR and email to MEW re same	1.60	688.00
11/27/05	M Cronin	Attn to comments from MEW, DR and WS and distribution of draft per same; emails w/ Latham and Skadden re same	2.00	860.00

Date	Timekeeper	Narrative	Hours	Amount
11/28/05	M Wiles	Review e-mails with suggested changes to order and agreement; T. M. Cronin re same.	0.40	310.00
11/28/05	M Cronin	Calls and emails re comments from Skadden and Latham to order and engagement letter and calls and emails w/ Rothschild re same	8.90	3,827.00
11/29/05	M Wiles	Review latest revisions to engagement letter and court order.	0.20	155.00
11/29/05	M Erosa	Reviewed document with conference with M. Cronin and R. Sampson re: USBC service/submission	0.40	83.20
11/29/05	M Cronin	Attend retention hearing and prep re same; revisions to engagement letter and emails to Committee and pp lenders re same	4.70	2,021.00
11/30/05	M Cronin	Attn to email from T Matz re final engagement letter	0.10	43.00
			Hours / Amount:	60.60 \$28,625.70

Disbursement & Other Charges:	Amount
Word Processing - Non Network	91.30
Lawyer OT Expense - Transportation	20.40
Proofreading	19.80
Telephone Toll Calls	0.34
FAX	92.00
D&P Messenger Charge	25.00
Network Word Processing	97.14
Disbursement Total:	\$345.98

Total this Matter : \$28,971.68

Timekeeper Summary

Timekeeper	Hours	Billed Per Hour	Amount
PARTNER			
Richard F. Hahn	3.50	775.00	2,712.50
Michael E. Wiles	4.20	775.00	3,255.00
TOTAL FOR PARTNER	7.70		\$5,967.50
ASSOCIATE			
Maureen A. Cronin	52.50	430.00	22,575.00
TOTAL FOR ASSOCIATE	52.50		\$22,575.00
MANAGING ATTY			
Manuel L. Brosa	0.40	208.00	83.20
TOTAL FOR MANAGING ATTY	0.40		\$83.20

DEBEVOISE & PLIMPTON LLP

919 Third Avenue
New York, NY 10022
Tel 212 909 6000
Fax 212 909 6836
www.debevoise.com

Client / Matter Name: ROTHSCHILD RESTRUCTURING ENGAGEMENTS - ORACLE

Client / Matter Number: 21689.1038

Period Covered: November 1, 2005 through November 30, 2005

Billing Partner: Richard F. Hahn

Reviewing Partner: Debevoise & Plimpton

December 12, 2005

Client : ROTHSCHILD RESTRUCTURING ENGAGEMENTS

Invoice No.: 1044987

Total Fees	\$28,625.70
Document Preparation, Communication, Other Charges and Disbursements	<u>345.98</u>
Total Amount Due	<u>\$28,971.68</u>

DELPHI CORPORATION

Miscellaneous Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Incurred					
01/08/06	Non-receipt expense (supplies)	New York, NY	\$58.50	Vendor	Various
Jan-06	Presentation materials	New York, NY	\$8.37	Vendor	Various
Total			\$66.87		

DELPHI CORPORATION

Meal Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
12/08/05	Traveling meal (b'fast)	New York, NY	\$7.78	Vendor	D. Resnick
12/13/05	Working dinner	New York, NY	\$20.00	Vendor	S. Glasg'low
12/14/05	Working dinner	New York, NY	\$20.00	Vendor	S. Glasg'low
12/15/05	Traveling meal (dinner)	New York, NY	\$6.76	Vendor	D. Resnick
12/15/05	Working dinner	New York, NY	\$20.00	Vendor	S. Glasg'low
01/03/06	Working dinner	New York, NY	\$20.00	Vendor	N. Torraco
01/04/06	Working dinner	New York, NY	\$20.00	Vendor	E. Irion
01/05/06	Working dinner	New York, NY	\$20.00	Vendor	E. Irion
01/06/06	Working dinner	New York, NY	\$20.00	Vendor	E. Irion
01/07/06	Working dinner	New York, NY	\$20.00	Vendor	N. Torraco
01/09/06	Working dinner	New York, NY	\$20.00	Vendor	N. Torraco
01/09/06	Working dinner	New York, NY	\$20.00	Vendor	W. Shaw
01/10/06	Traveling meal (dinner)	Detroit, MI	\$49.34	Vendor	W. Shaw
01/14/06	Working dinner	New York, NY	\$20.00	Vendor	E. Irion
01/14/06	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
01/15/06	Working dinner	New York, NY	\$20.00	Vendor	E. Irion
01/17/06	Working dinner	New York, NY	\$20.00	Vendor	E. Irion
01/18/06	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
01/18/06	Working dinner	New York, NY	\$20.00	Vendor	E. Irion
01/19/06	Working dinner	New York, NY	\$20.00	Vendor	E. Irion
01/20/06	Working dinner	New York, NY	\$20.00	Vendor	M. Stein
Total			\$423.88		

DELPHI CORPORATION

Word Processing Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Incurred					
Jan-06	Word processing charge	New York, NY	\$636.24	Vendor	Various
Total			\$636.24		

DELPHI CORPORATION

Copy Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Jan-06	Black & white and color copies	New York, NY	\$94.00	\$0.10/page B&W \$1.00/page Color	Various
Total			\$94.00		

DELPHI CORPORATION

Research/Database Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
Dec-05	Research material	New York, NY	\$50.00	Vendor	S. Glasglow
Dec-05	Research material	New York, NY	\$300.00	Vendor	S. Glasglow
Dec-05	Research material	New York, NY	\$50.00	Vendor	S. Glasglow
Dec-05	Research material	New York, NY	\$50.00	Vendor	S. Glasglow
12/31/05	Business Intelligence Service	New York, NY	\$250.23	Vendor	Various
Jan-06	Research material	New York, NY	\$50.00	Vendor	E. Irion
Jan-06	Research material	New York, NY	\$50.00	Vendor	M. Stein
Jan-06	Research material	New York, NY	\$50.00	Vendor	M. Stein
Jan-06	Research material	New York, NY	\$150.00	Vendor	M. Stein
Jan-06	Research material	New York, NY	\$50.00	Vendor	M. Stein
Jan-06	Research material	New York, NY	\$50.00	Vendor	M. Stein
Jan-06	Research material	New York, NY	\$250.00	Vendor	E. Irion
Jan-06	Research material	New York, NY	\$50.00	Vendor	M. Stein
Jan-06	Research material	New York, NY	\$50.00	Vendor	M. Stein
Jan-06	Research material	New York, NY	\$100.00	Vendor	M. Stein
01/06/06	Pacer Service Center	New York, NY	\$219.68	Vendor	Various
01/23/06	Factiva	New York, NY	\$135.71	Vendor	Various
02/07/06	Factiva	New York, NY	\$244.38	Vendor	Various
02/07/06	Thomson Financial	New York, NY	\$124.95	Vendor	Various
Total			\$2,274.95		

DELPHI CORPORATION

Telephone/Communication Expense Breakdown

Date	Description	City	Cost	Method of Computation	Incurred By
Incurring					
11/20/05	Conference call	New York, NY	\$8.70	Vendor	W. Shaw & 4 party
11/20/05	Conference call	New York, NY	\$18.96	Vendor	W. Shaw & 4 party
11/22/05	Conference call	New York, NY	\$74.33	Vendor	W. Shaw & 8 party
12/16/05	Conference call	New York, NY	\$18.60	Vendor	W. Shaw & 1 party
12/19/05	Conference call	New York, NY	\$13.20	Vendor	W. Shaw & 3 party
12/20/05	Conference call	New York, NY	\$16.72	Vendor	W. Shaw & 2 party
12/20/05	Conference call	New York, NY	\$59.44	Vendor	W. Shaw & 9 party
Total			\$209.95		

DELPHI CORPORATION

Courier Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
11/20/05	Deluxe Delivery Systems	New York NY	\$8.75	Vendor	Various
12/25/05	Deluxe Delivery Systems	New York NY	\$20.50	Vendor	Various
01/04/06	Federal Express Corp.	New York NY	\$13.51	Vendor	W. Shaw
01/04/06	Federal Express Corp.	New York NY	\$19.97	Vendor	W. Shaw
Total			\$62.73		